

GLOBE MULTI VENTURES LTD

(formerly known as Globe Commercials Limited)

CIN: L52110MH1985PLC293393

Regd. Office No. 51, V Mall, Ground Floor, Asha Nagar, Thakur Complex, Kandivili (East), Mumbai - 400101
Corp.Office: 54 & 55, A.G. Arcade, Balaji Co-operative Society, Transport Road, Secunderabad-500009, Telangana
Web: www.globecommercialsLtd.com, Email Id: globemultiventures@gmail.com

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN THAT THE 1/2023-24 EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF THE GLOBE MULTI VENTURES LIMITED (FORMERLY KNOWN AS GLOBE COMMERCIALS LIMITED) WILL BE HELD ON TUESDAY, THE 30TH DAY OF APRIL, 2024 AT 11.00 A.M. THROUGH VIDEO CONFERENCING OR OTHER AUDIO-VISUAL MEANS TO TRANSACT THE FOLLOWING BUSINESS:

SPECIAL BUSINESS

Item No. 1: Preferential issue of 20,79,39,152 equity shares of Rs.10/- each on swap basis for acquisition of equity shares in CoOptions Corporation Private Limited (CCPL).

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of earlier resolutions passed in this regard and in terms of Sections 42 and 62(1)(c) of the Companies Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Memorandum and Articles of Association of the Company, SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 and in accordance with the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time; as may be applicable to the Preferential Issue of Equity Shares and other applicable regulations of SEBI, if any; and subject to such conditions and modifications as may be considered appropriate by the Board of Directors of the Company (hereinafter referred to as the Board which term shall include any Committee thereof for the time being to which all or any of the powers hereby conferred on the Board by this resolution, have been delegated) and subject to such consents and approvals of BSE Limited and Metropolitan Stock Exchange of India (MSE) or such other bodies or authorities as may be required by law and as may be necessary and subject to such conditions and modifications as may be imposed upon and accepted by the Board of Directors of the Company, while granting such consents and approvals, and which may be agreed to by or any other authority as may be necessary for that purpose, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to offer, issue and allot 20,79,39,152 (Twenty Crores seventy nine lakhs thirty nine thousand one hundred and fifty two) Equity Shares of Rs. 10/- each at an issue price of Rs. 24.59/- (Rupees twenty four and paise fifty nine only), for consideration other than cash to the shareholders of CoOptions Corporation Private Limited (CCPL) on swap basis in the ratio of 4:1, i.e., 4 (Four) equity shares of Rs.10/- (Rupees ten only) each of Globe Multi Ventures Limited (Formerly known as Globe Commercials Limited) (GMVL) for every 1 (One) equity share of Rs.10/- (Rupees ten only) each held in CoOptions Corporation Private Limited (CCPL) for acquisition of 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Re.10/- (Rupees ten only) each constituting 84.40% stake in CoOptions Corporation Private Limited (CCPL) based on Valuation Reports of both the Companies viz.,



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CCPL, GMVL dated 27th March, 2024, 29th March, 2024 respectively and Swap Ratio Certificate dated 29th March, 2024 based on pricing arrived in accordance with the SEBI preferential issue guidelines and all other applicable provisions, if any, obtained from Mr. Kalyanam Bhaskar, Independent Registered Valuer, Hyderabad, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L and on such other terms and conditions as may be determined by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT the pricing of the equity shares to be allotted has been made in accordance with the SEBI (ICDR) Regulations, 2018 with reference to the ‘Relevant Date’ The “relevant date” for the purpose of pricing of equity shares is 28th March, 2024 (since 29th and 30th March, 2024 are non-trading days) i.e., thirty days prior to the date on which this Extra Ordinary General meeting is being held in terms of Section 42 and Section 62(1)(c) of the Companies Act, 2013”.

“RESOLVED FURTHER THAT the Equity Shares issued shall rank pari passu with the existing Equity Shares of the Company in all respects and the equity shares allotted during the financial year shall be entitled to the dividend, if any, declared including other corporate benefits, if any, for which the book closure or the Record Date falls subsequent to the allotment of Equity Shares.”

“RESOLVED FURTHER THAT the aforesaid Equity Shares allotted in terms of this resolution shall be subject to Lock-In requirements as per the provisions of Chapter V of SEBI ICDR Regulations, 2018 and any amendment thereto from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to modify and decide the price, terms and conditions of the Issue of Equity Shares, if necessary, keeping in view the provisions of various Statutes and Guidelines in force from time to time.”

“RESOLVED FURTHER THAT the Company shall make an application in the prescribed format to the Bombay Stock Exchange Limited (BSE) and Metropolitan Stock Exchange of India (MSE) for listing of the new equity shares and shall also make an application to the Depositories for admission of the said new equity shares.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company be and is hereby authorized to agree and accept all such condition(s), modification(s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to such modification(s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard to implementation of this Resolution, issue and allotment of equity shares and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”



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Item No. 2: Increase in the Authorised Share Capital of the Company.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the provisions of Section 61 and other applicable provisions, if any, of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed thereunder, consent of the members of the Company be and is hereby accorded for increase in Authorised Share Capital of the Company from the existing Rs. 10,00,00,000 (Rupees Ten Crores Only) divided into 1,00,00,000 (One crore) Equity Shares of Rs.10/- (Rupees Ten Only) each to Rs.225,00,00,000/- (Rupees two hundred twenty five crores Only) divided into 22,50,00,000 (Twenty two crores fifty lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each ranking pari passu in all respects with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof) and/or Company Secretary of the Company, be and are hereby authorized severally to sign and submit the necessary e-forms with the Registrar of Companies, Mumbai, Maharashtra and to do all such acts, deeds, matters and things, including delegation of all or any of its powers herein conferred, to its Directors, Company Secretary or any other Executive(s) of the Company.”

Item No. 3: Amendment to the Memorandum of Association consequent to the proposed increase in the Authorised Share Capital.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable Rules made there under, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force and pursuant to the applicable provisions of the Articles of Association of the Company, the existing Clause V of the Memorandum of Association of the Company be and is hereby deleted, and in its place, the following Clause V be substituted:

V. The Authorised Share Capital of the Company is Rs.225,00,00,000/- (Rupees two hundred twenty five crores Only) divided into 22,50,00,000 (Twenty two crores fifty lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof), and/or Company Secretary of the Company, be and are hereby authorized severally to sign and submit the necessary e-forms with the Registrar of Companies, Mumbai,



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Maharashtra and to do all such acts, deeds, matters and things, including delegation of all or any of its powers herein conferred, to its Directors, Company Secretary or any other Executive(s) of the Company.”

Item No. 4: Amendment to the Articles of Association consequent to the proposed increase in the Authorised Share Capital.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a Special Resolution.

“RESOLVED THAT pursuant to the provisions of Sections 14 and other applicable provisions, if any, of the Companies Act, 2013, read with applicable Rules made there under, including any statutory amendment(s) or modification(s) thereto or enactment(s) or re-enactment(s) thereof for the time being in force and pursuant to the applicable provisions of the Articles of Association of the Company, the existing Article 3 of the Articles of Association of the Company be and is hereby deleted, and in its place, the following Article 3 be substituted:

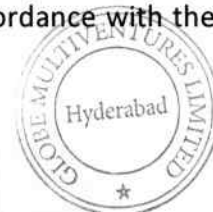
The Authorised Share Capital of the Company is Rs.225,00,00,000/- (Rupees two hundred twenty five crores Only) divided into 22,50,00,000 (Twenty two crores fifty lakhs) Equity Shares of Rs.10/- (Rupees Ten Only) each to be increased, reduced or otherwise dealt with in accordance with the provisions of the Companies Act, 2013.

“RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Company (“the Board”, which expression shall also include a Committee thereof), and/or Company Secretary of the Company, be and are hereby authorized severally to sign and submit the necessary e-forms with the Registrar of Companies, Mumbai, Maharashtra and to do all such acts, deeds, matters and things, including delegation of all or any of its powers herein conferred, to its Directors, Company Secretary or any other Executive(s) of the Company.

Item No. 5: Increase in Borrowing Powers of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution.

“RESOLVED THAT in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof) and rules made there under as may be amended, from time to time and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee constituted by the Board or any person(s) authorized by the Board in this regard), to borrow, for the purposes of the Company’s business, any sum or sums of money from time to time at its discretion in accordance with the Memorandum



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and Articles of Association of the Company notwithstanding that such sum or sums of money together with the moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from time to time from the Company's bankers in the ordinary course of Business) may exceed the aggregate of the paid-up capital of the Company and its free reserves that is to say, reserves not set apart for any specific purpose, provided the aggregate of all sums borrowed by the Board from time to time and remaining outstanding shall not exceed, at any point of time, Rs. 250 Crores (Rupees two hundred fifty crores only)."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate and finalise all the terms and conditions of all such moneys to be borrowed from time to time as to interest, repayment, securities, etc., as it may consider fit in the interest of the Company and to execute all agreements, deeds, undertakings, etc., and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem fit, necessary, desirable or expedient for giving effect to this Resolution."

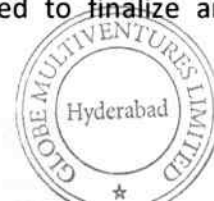
"RESOLVED FURTHER THAT a certified true copy of the resolution may be given to the concerned department(s)/authority(ies)/party(ies) etc."

Item No. 6: Mortgage/Create Charge Powers of the Company

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution.

"RESOLVED THAT in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force), the rules notified thereunder and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include any Committee constituted by the Board or any person(s) authorized by the Board in this regard) for creation of such mortgages, charges and hypothecations as may be necessary, in addition to the existing charges, mortgages and hypothecation created by the Company and to transfer, sell or dispose of all or any part of the moveable or immovable properties of the Company, wherever situated, both present and future, in such manner as the Board may deem fit, in favour of financial institutions, investment institutions, banks, mutual funds, trusts, other bodies corporate (hereinafter referred to as the "Lending Agencies") and Trustees for the holders of debentures/bonds and/or other instruments to secure borrowings of the Company availed / to be availed by way of rupee term loans/foreign currency loans, debentures, bonds and other instruments provided that the total amount of such loans/borrowings shall not exceed at any time the limits approved under section 180(1)(c) of the Companies Act, 2013."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to finalize and settle and also



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authorized to execute such documents/ deeds/ writings/ papers/ agreements as may be required and to do all such acts, deeds, matters and things, as they may, in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise with respect to creation of mortgage/ charge as aforesaid."

"RESOLVED FURTHER THAT a certified true copy of the resolution may be given to the concerned department(s)/authority(ies)/party(ies) etc."

Item No. 7: To approve the overall limits u/s 186 of the Companies Act, 2013 for investments by the Company in CoOptions Corporation Private Limited (CCPL):

To consider and, if thought fit, to pass, with or without modifications, the following resolution as a Special Resolution:

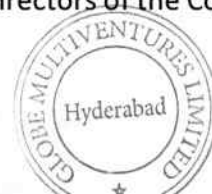
"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any Committee thereof) to acquire by way of subscription, purchase or otherwise, the securities of CoOptions Corporation Private Limited (CCPL) of the value up to an aggregate amount not exceeding Rs.600,00,00,000/- (Rupees six hundred crores only), notwithstanding that the aggregate of the Investments, Loans or Guarantees or Securities so far given or to be given and/or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013."

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as the Board may in its absolute discretion, deems fit necessary and/or appropriate."

Item No. 8: Approval of shareholders agreements/share purchase agreements

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of the Companies Act, 2013, and other regulations, if any, applicable in this regard and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Memorandum and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to the Agreements entered by the Company with the Selling Shareholders of the Cooptions Corporation Private Limited (CCPL) for the consideration other than cash as per the Swap Ratio approved by the Board of Directors of the Company based on



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the Swap Ratio Certification obtained from Mr. Kalyanam Bhaskar, Independent Registered Valuer, Hyderabad, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L dated 29th March, 2024.”

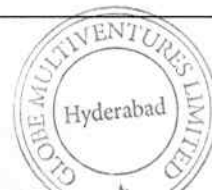
“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such other steps as may be necessary for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as the Board may in its absolute discretion, deems fit necessary and/or appropriate.”

Item No. 9: To approve material related party transaction limits with CoOptions Corporation Private Limited (CCPL).

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the applicable provisions of the Companies Act, 2013 together with the rules made there under, based upon prior approval and recommendations of the Audit Committee and Board of Directors in their meetings held on 30.03.2024, the consent of the Members of the Company be and is hereby accorded to enter into material related party transaction i.e., to acquire 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Re.10/- (Rupees ten only) each constituting 84.40% stake in CoOptions Corporation Private Limited (CCPL) as per the Valuation Reports of the CCPL, GMVL dated 27th March, 2024, 29th March, 2024 respectively and Swap Ratio Certificate dated 29th March, 2024 based on pricing arrived in accordance with the SEBI preferential issue guidelines and all other applicable provisions, if any, obtained from Mr. Kalyanam Bhaskar, Independent Registered Valuer, Hyderabad, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L and on such other terms and conditions as may be determined by the Board, as detailed below:

Sl. No.	Nature of transaction	Details of transaction
1	Description, material terms and conditions of the proposed transaction.	Description To acquire 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Rs.10/- (Rupees ten only) each constituting 84.40% from the shareholders of CoOptions Corporation Private Limited (CCPL).



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		Material Terms
		<p>Globe Multi Ventures Limited (GMVL) (formerly known as Globe Commercials Limited) will allot 20,79,39,152 (Twenty Crores seventy nine lakhs thirty nine thousand one hundred and fifty two) Equity Shares of Rs. 10/- each at an issue price of Rs. 24.59/- (Rupees twenty four and paise fifty nine only), for consideration other than cash to the shareholders of CCPL on swap basis in the ratio of 4:1, i.e., 4 (Four) equity shares of Rs.10/- (Rupees ten only) each of GMVL for every 1 (One) equity share of Rs.10/- (Rupees ten only) each held in CCPL for acquisition of 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Re.10/- (Rupees ten only) each constituting 84.40% stake in CCPL based on the Valuation Reports of both the Companies obtained from the Independent Registered Valuer.</p>
2	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise).	<p>Name of the Related Party: CoOptions Corporation Private Limited (CCPL). Post Acquisition, CoOptions Corporation Private Limited (CCPL) would become a Majority owned Subsidiary of the GMVL with 84.40%.</p> <p>Relationship and Nature of interest: M/s Motitree Sales Private Limited (MSPL), core Promoter of GMVL and is also core Promoter of CCPL. Post acquisition, MSPL would remain as a core Promoter of GMVL. Mrs. Kameswari Sivalenka, Wholetime Director of GMVL is also Director of CCPL.</p>
3	Tenure of the proposed transaction (particular tenure shall be specified)	12 months from the date of this Extra Ordinary General Meeting subject to the approval from concerned Regulatory Authorities.
4	Value of the proposed transaction	To allot 20,79,39,152 (Twenty Crores seventy nine lakhs thirty nine thousand one hundred and fifty two) Equity Shares of Rs. 10/- each at an issue price of Rs. 24.59/- (Rupees twenty four and paise fifty nine only), for consideration other than cash to the shareholders of CCPL on



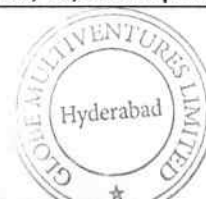
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		<p>swap basis in the ratio of 4:1, i.e., 4 (Four) equity shares of Rs.10/- (Rupees ten only) each of GMVL for every 1 (One) equity share of Rs.10/- (Rupees ten only) each held in CCPL for acquisition of 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Re.10/- (Rupees ten only) each constituting 84.40% stake in CCPL based on the Valuation Reports of both the Companies obtained from the Independent Registered Valuer.</p> <p>Out of 20,79,39,152 (Twenty Crores seventy nine lakhs thirty nine thousand one hundred and fifty two) equity shares proposed to be issued, the details of the shares proposed to be allotted to the Promoter of GMVL, Mr. Satya Murthy Sivalenka, Director of GMVL are as follows:</p> <table border="1"><thead><tr><th>Sl. No.</th><th>Name of the Allottee</th><th>No. of shares allotted</th></tr></thead><tbody><tr><td>1</td><td>M/s Motitree Sales Private Limited</td><td>3,85,95,200</td></tr><tr><td>2</td><td>Satya Murthy Sivalenka</td><td>29,17,280</td></tr></tbody></table>	Sl. No.	Name of the Allottee	No. of shares allotted	1	M/s Motitree Sales Private Limited	3,85,95,200	2	Satya Murthy Sivalenka	29,17,280
Sl. No.	Name of the Allottee	No. of shares allotted									
1	M/s Motitree Sales Private Limited	3,85,95,200									
2	Satya Murthy Sivalenka	29,17,280									
5	The percentage of the listed entity's annual standalone (as the Company doesn't have any subsidiary, and hence no consolidated figures are given) turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided).	Total turnover of GMVL for FY 2022-23 is Rs.139,75,95,711/- and the value of the proposed transaction is Rs.102,07,91,883/- and represents 73.04% of the above said turnover.									
6	If the transaction relates to any loans, inter-corporate deposits,	This transaction involves acquisition of 84.40% stake in CCPL of which Promoter would offer its entire holdings of 96,48,800 equity shares									



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	advances or investments made or given by the listed entity or its subsidiary.	constituting 15.66% of the paid-up capital of CCPL against which GMVL will allot 3,85,95,200 Equity Shares.
	i. details of the source of funds in connection with the proposed transaction	Not Applicable
	ii. where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, <ul style="list-style-type: none">• nature of indebtedness;• cost of funds; and• tenure	Not Applicable
	iii. applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and	Not Applicable
	iv. the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	Not Applicable
7	Justification as to why the RPT is in the interest of the listed entity.	After acquisition of 5,19,84,788 Equity Shares in CCPL, it shall become Subsidiary of GMVL with a stake of 84.40% owned by GMVL. Since, the CCPL is an integrated multi-dimensional agriculture Company with broad dealer distribution network and as the GMVL also into similar business, this transaction will multiply the business strengths of GMVL and consequent multiple growth in revenues and performance of the GMVL as well.
8	A copy of the valuation or other external party report, if any such report has been relied upon	The Company obtained Valuation Reports from Mr. Kalyanam Bhaskar, Hyderabad, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959 ICAI RVO/06/RV-P00361/2019-20 PAN: ADOPK5944L.
9	Percentage of the counter-party's annual standalone turnover that is represented by	CCPL was incorporated on 01/04/1999. It was originally into the business of agriculture software solutions, i.e., Primary Agriculture



GLOBE MULTI VENTURES LTD

(formerly known as Globe Commercials Limited)

CIN: L52110MH1985PLC293393

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Corp.Office: 54 & 55, A.G. Arcade, Balaji Co-operative Society, Transport Road, Secunderabad-500009, Telangana
Web: www.globecommercialsld.com, Email Id: globemultiventures@gmail.com

	the value of the proposed RPT on a voluntary basis.	Cooperative Societies (PACS). Subsequently, it diversified into the business of integrated agriculture from FY 2021-22 and started the operations in agriculture from the FY 2022-23. The turnover of the CCPL for the FY 2022-23 is Rs.76.42 Crores. The proposed RPT value of Rs.102.07 Crores represents 133.56% of the turnover of CCPL on standalone basis, as the CCPL doesn't have any subsidiary or associate company as on that date for consolidation purpose.
10	Any other information that may be relevant.	Nil

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transactions with the related party, make such changes to the terms and conditions as may be considered necessary or desirable in order to give effect to this resolution in the best interest of the Company.”

**By order of the Board of Directors
For Globe Multi Ventures Ltd
(Formerly known as Globe Commercials Ltd)**



S. Kameswari

**Kameswari Sivalenka
Wholetime Director
DIN: 00412669**

Date: 30.03.2024

Place: Hyderabad

Notes:

1. In view of the continuing Covid-19 pandemic and consequential restrictions imposed on the movements of people, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021, 11/2022 dated December 28, 2022 and latest circular No. 09/2023 dated September 25, 2023 (collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/ HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/ 11 dated January 15, 2021, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015



GLOBE MULTI VENTURES LTD

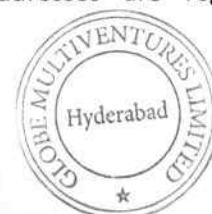
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("Listing Regulations"), the MCA Circulars granted certain relaxations and thus permitted the holding of Extra Ordinary General Meeting ("EGM") of the companies through VC/OAVM viz., without the physical presence of the Members at a common venue. Hence in compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA / SEBI Circulars, as applicable, the EGM of the Company is being convened and held through VC / OAVM (e-EGM).

2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy physical attendance of Members has been dispensed with. Form and Attendance Slip are not annexed to this Notice.
3. Since the EGM will be held through VC/OAVM (e-EGM), the Route Map for venue of EGM is not annexed to the Notice.
4. Members attending the EGM through VC/OAVM shall be counted for the purpose of reckoning the quorum of the EGM under Section 103 of the Act.
5. In compliance with the MCA Circulars and SEBI Circular dated January 15, 2021 as aforesaid, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories/R&T Agent. Members may note that the Notice will also be available on the Company's website [www. Globemultiventures.com](http://www.Globemultiventures.com), website of the Stock Exchange i.e., BSE Limited at www.bseindia.com The EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the EGM i.e. www.evotingindia.com).
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the EGM.
7. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Extraordinary General Meeting as set out in the Notice is annexed hereto.
8. To avoid fraudulent transaction(s), the identity / signature of the Members holding shares in electronic /demat form is verified with the specimen signatures furnished by NSDL/ CDSL and members holding shares in physical form is verified as per the records of the R&T Agent of the Company. Members are requested to keep the same updated.
9. Members holding shares in the electronic form are requested to inform any changes in address/ bank mandate directly to their respective Depository Participants.
10. The Securities and Exchange Board of India issued a circular for submission of Aadhar number by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit Aadhar Card details to the Depository Participants with whom they have demat accounts.
11. Members are requested to send their queries at least 5 days before the date of meeting so that information can be made available at the meeting.
12. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/ her shall vest in the event of his/ her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13, and to their respective depository participant, if held in electronic form.
13. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, which extended vide SEBI circular dated January 15, 2021, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories.



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14. For any communication, the shareholders may also send requests to the Company's investor email id: csglobemulti@gmail.com.
15. In compliance with applicable provisions of the Companies Act, 2013 read with aforesaid MCA circulars the EGM of the Company being conducted through Video Conferencing (VC) herein after called as "e-EGM".
16. Company has appointed CDSL to provide Video Conferencing facility for the Extraordinary General Meeting and the attendant enablers for conducting of the e-EGM.
17. Pursuant to the provisions of the circulars of AMC on the VC/OVAM(e-EGM):
 - a. Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required.
 - b. Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - c. Body Corporates are entitled to appoint authorised representatives to attend the e-EGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
18. The Members can join the e-EGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
19. No restrictions on account of FIFO entry into e-EGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
20. The company has appointed M/s S.V. Achary & Co., Company Secretaries (M. No: 5981, CP No: 4768), as scrutinizer of the company to scrutinize the voting process.

THE INSTRUCTIONS FOR THE SHAREHOLDERS FOR REMOTE E-VOTING AND EVOTING DURING EGM AND JOINING MEETING THROUGH VC/ OAVM ARE AS UNDER:

22. The voting period begins on 20-04-2024 at 9:00 A.M. and ends on 29-04-2024 at 5:00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., on 19-04-2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
23. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
24. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.



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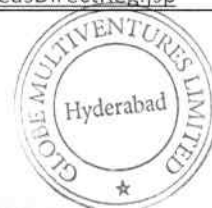
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In case of Individual shareholders holding shares in demat mode:

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode with CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers" website directly.3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at: https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp



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	<p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member" section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e- Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at: helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 5533
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at e-voting (@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on "Shareholders" module.
3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.



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4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) e Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant (Globe Multi Ventures Ltd) on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non-Individual Shareholders and Custodians —For Remote Voting only
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.



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- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; csglobemulti@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- The Company has appointed M/s S.V. Achary & Co., Company Secretary (M. No: 5981, CP No: 4768), as scrutinizer of the company to scrutinize the voting process. The Scrutinizer report shall be uploaded on the website of the Company and on the website of the Stock Exchange within 24 hours from the conclusion of the Meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES

1. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
2. For Individual Demat shareholders — Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e- Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.



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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATIONS OF SEBI (LODR), REGULATIONS, 2015

ITEM NO: 1 Preferential issue of 20,79,39,152 equity shares of Rs.10/- each on swap basis for acquisition of equity shares in CoOptions Corporation Private Limited (CCPL).

Globe Multi Ventures Limited (GMVL) (formerly known as Globe Commercials Limited) is into the business of (a) processing, sale, distribution and trading of agriculture products, (b) warehousing and logistic solutions and (c) e-commerce solutions. CoOptions Corporation Private Limited (CCPL) is an integrated multi-dimensional agriculture company with a broad network of dealers and distributors across, Telangana and Andhra Pradesh. Since, both the Companies are into similar business, the Board of Directors of both the Companies are of the strong opinion that, the takeover/acquisition of major stake in the CCPL by the GMVL would be of great advantage for both the Companies and the said acquisition expected to bring in multiple growth of the Companies and in particular GMVL being a listed entity, the acquisition will bring multiple leverages both financial and business.

The proposed acquisition of majority stake in the CCPL by the GMVL is through preferential issue of 20,79,39,152 (Twenty Crores seventy nine lakhs thirty nine thousand one hundred and fifty two) Equity Shares of Rs. 10/- each being an issue for consideration other than cash on swap basis based on the swap ratio of 4:1, i.e., 4 (Four) equity shares of Rs.10/- (Rupees ten only) each of Globe Multi Ventures Limited (GMVL) (Formerly known as Globe Commercials Limited) for every 1 (One) equity share of Rs.10/- (Rupees ten only) each held in CoOptions Corporation Private Limited (CCPL) for acquisition of 5,19,84,788 (Five crores nineteen lakhs eighty four thousand seven hundred eighty eight) Equity Shares of Re.10/- (Rupees ten only) each constituting 84.40% stake in CoOptions Corporation Private Limited (CCPL) as per the Valuation Reports of both the Companies viz., CCPL, GMVL dated 27th March, 2024, 29th March, 2024 respectively and Swap Ratio Certificate dated 29th March, 2024 based on pricing arrived in accordance with the SEBI preferential issue guidelines and all other applicable provisions, if any, obtained from Mr. Kalyanam Bhaskar, Independent Registered Valuer, Hyderabad, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L.

The proposed acquisition and consequent issue and allotment of equity shares by the GMVL to the selling shareholders of the CCPL requires approval of the Members of the Company by way of special resolution and authorize the Board of directors to issue and allot 20,79,39,152 equity shares of Rs. 10/- each at an issue price of Rs.24.59 each on preferential basis in such manner and on such terms of conditions as prescribed under SEBI (ICDR) Regulations and in compliance with Sections 42 and 62 and other applicable provisions of the Companies Act, 2013, the companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014.



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After the proposed allotment of equity shares, CoOptions Corporation Private Limited (CCPL) will become a majority (84.40%) owned subsidiary Company of Globe Multi Ventures Ltd (GMVL) (Formerly known as Glove Commercials Ltd).

Sl. No.	Name of Target Company	% acquired in Target Company	Ratio of allotment (No. of equity shares of Globe Multi Ventures Ltd to be issued for every one share held in Target Company)	No. of equity shares to be allotted
1	CoOptions Corporation Private Limited (CCPL)	84.40%	4:1 i.e., four equity shares of Globe Multi Ventures Ltd (GMVL) for every one equity share held in CoOptions Corporation Private Limited (CCPL)	20,79,39,152 in GMVL

Brief profile of the CoOptions Corporation Private Limited (CCPL)

1. Processing of agriculture products of various grades with different variants, processing, drying, sale, purchase, marketing and distribution of agricultural products of various grades with different variants such as, millets, pulses, cereals, grains and also in particular pulses viz., urad dal, moong dal, toor dal and chana dal, black grams, green gram, moong beans, red lentils, yellow dal, split yellow peas etc. - peeled and unpeeled.
2. Company has established over a period of 3 to 4 years strong customer network, suppliers' network and warehouses for storage of agricultural produce.
3. Establishing 2 to 3 million Sft. Warehouses space phase-wise for captive consumption and address the storage needs of e-commerce majors like, Flipkart, Amazon, Big basket, More Super Markets and others and development of large logistics based infrastructure, broad dealer-distribution network across urban and rural areas of Southern States of India in the first phase of 2 to 3 years.

Further, as a part of the business growth strategy and in pursuit of its objectives and vision to become multi-dimensional agriculture and logistic based company, the following major plans and initiatives are envisaged by the Board of Directors of the CCPL:

- a. To extend and expand the base of dealer-distribution network in other states of South India apart from Telugu States – Telangana and Andhra Pradesh for increase the foot prints/business presence in all the states of South India.
- b. Intensive agriculture organic farming, establishment of green houses, poly houses for producing various millet variants, pulses, cereals, paddy, wheat, organic fruits, vegetables etc.
- c. Already, conceived a plan for acquisition of 500-1000 acres of land in the years to come and around Hyderabad, Telangana State for Agri farming. To this extent,



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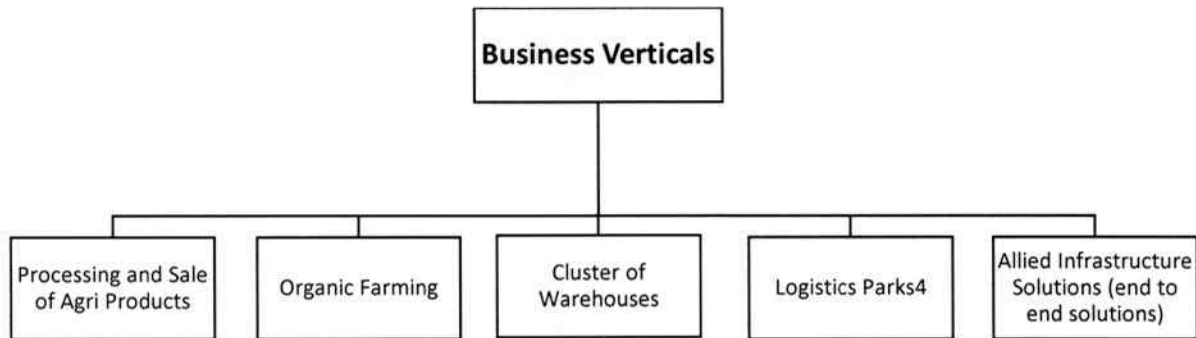
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funds requirement plans have already been drawn-up and necessary resolutions were placed in the Notice of the ensuing Extraordinary General Meeting (EGM), for approval of the Shareholders of the Company to authorize the Company for borrowing up to Rs.250 Crores to meet the expenditure towards fixed cost and working capital requirements and the Board has also recommended to the Shareholders to approve the same for future prospects of the Company.

- d. As part of Agri forming drive, the Company has acquired 150 acres of land in tranches on lease basis in and around the vicinity of Hyderabad.
- e. In a span of 5-10 years timeframe, it is proposed to expand the organic farming to 10,000 acres across all Southern States of India.
- f. Establishment and development of warehouses/cold storages of 10 units of 10,000 Tonnes of storage capacity each in first 3 years in Telangana and Andhra Pradesh and in the next 3 years another 10 units of 25,000 Tonnes of storage capacity in another 3 states of South India for both captive consumption and to address the needs of e-commerce majors and others.
- g. Going for acquisitions of similar businesses/units in the areas of agriculture and logistics, e-commerce segments, in a bid to drive the growth of the Company through inorganic route.
- h. Induction of new talents at all levels especially at key positions to drive the Company to a level of fully integrated agricultural and logistics company.



Disclosures:

The Information pertaining to the proposed preferential allotment in terms of the Chapter V of SEBI (ICDR) Regulations, 2018 and subsequent amendments thereto is as stated below. As per Sections 42 and 62 and all other applicable provisions, if any, of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, consent of the shareholders is sought for issuing the equity shares as stated in the resolution on a preferential issue basis.



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i. Objects of the preferential issue/particulars of the offer:

The Company proposes to issue 20,79,39,152 Equity Shares of Rs. 10/- each for consideration other than cash to the selling shareholders of CoOptions Corporation Private Limited (CCPL) on swap basis in the ratio of 4:1, i.e., 4 (Four) equity shares of Rs.10/- (Rupees ten only) each of GMVL for every 1 (One) equity share of Rs.10/- (Rupees ten only) each held in CCPL for acquisition of 5,19,84,788 Equity shares of Rs.10/- each, constituting 84.40% stake in CCPL based on the Valuation Reports and Swap Ratio Certificate obtained from the Independent Registered Valuer and on such other terms and conditions as may be determined by the Board.

ii. Maximum number of specified securities to be issued: The Board of Directors in its meeting held on 30.03.2024 has approved to issue 20,79,39,152 Equity Shares at an issue price of Rs.24.59 each subject to the approval of Members.

iii. Intent of the promoters or their associates and relatives, directors or key managerial personnel of the issuer to subscribe to the offer;

3,85,95,200 equity shares of GMVL shall be issued to M/s Motitree Sales Private Limited, Promoter of the Company against its shareholdings of 96,48,800 equity shares held in CCPL, which has given its consent for the same on swap basis.

Further, 29,17,280 equity shares of GMVL shall be allotted to Mr. Satya Murthy Sivalenka, Director of the GMVL against his shareholdings of 7,29,320 equity shares held in CCPL, who has given his consent for the same on swap basis.

Further, the relatives of Directors of GMVL will be allotted shares in GMVL against their holdings in CCPL as per the details given below and all of them have given their consent for the issue of shares on preferential issue basis through share swap basis.

Sl. No.	Name of the Allottee	Relation of the Allottee with the Promoter/ Directors	Shares held in CCPL	Shares proposed to be allotted in GMVL
1	Sunanda Tata	Sister of Mr. S. Satya Murthy, Director, GMVL	5,12,600	20,50,400
2	Y. Anuradha	Sister of Mrs. S. Kameswari, Director, GMVL and CCPL	1,15,600	4,62,400
3	Y. Sridevi	Mother of Mrs. S. Kameswari, Director, GMVL and CCPL	11,90,493	47,61,972



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Except as mentioned above, none of the Promoters, Directors or Key Managerial Personnel of the GMVL intends to subscribe shares proposed to be issued under the Preferential Allotment.

The Company will take necessary steps to obtain the required approvals from the Stock Exchange, or any other regulatory authority as may be applicable, for the proposed preferential issue of equity shares.

iv. Shareholding pattern of the issuer before and after the preferential issue would be as follows:

Sl. No.	Category	Pre-Issue Holding			Post-Issue Holding	
		No. of equity shares	% of shares	Proposed issue of equity shares on preferential issue	No. of equity shares	% of shares
A	Promoter Shareholding					
1	Promoter	5,00,000	8.33	3,85,95,200	3,90,95,200	18.27
	Sub Total (A)	5,00,000	8.33	3,85,95,200	3,90,95,200	18.27
B	Public Shareholding					
1	Institutions	--	--	--	--	--
2	Non-Institutions	--	--	--	--	--
(i)	Bodies Corporate	11,82,632	19.70	--	11,82,632	0.55
(ii)	Individuals	43,12,854	71.86	16,93,43,952	17,36,56,806	81.17
(iii)	NRIs	6,514	0.11	--	6,514	0.01
(iv)	Clearing Members	--	--	--	--	--
(v)	Employees	--	--	--	--	--
(vi)	LLP	--	--	--	--	--
(vii)	HUF	--	--	--	--	--
(viii)	Sub-Total (B)	55,02,000	91.67	16,93,43,952	17,48,45,952	81.73
(ix)	Grand Total (A+B)	60,02,000	100.00	20,79,39,152	21,39,41,152	100.00

v. Time frame within which the preferential issue shall be completed and material terms:

The allotment of equity shares shall be completed, within a period of 15 days from the date of passing of the resolution by the shareholders provided, that, where the allotment is pending on account of pendency of any approval from any regulatory authority including SEBI, the allotment shall be completed by the Company within a period of 15 days from the date of such approvals.

vi. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue and the current and proposed status of the allottee (s) post the preferential issues namely, promoter or non-promoter:



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List of proposed allottees: All the proposed allottees as furnished in the table are the ultimate beneficial owners of the shares along with their status as to promoter or non-promoter pre and post preferential issue. There will be no change in the status of the proposed allottees post the preferential issue.

Sl. No.	Identity of proposed Preferential Allottee	Pre-Issue holding	% of shares	Equity shares proposed to be allotted	No. of shares after allotment	% of shares on allotment
Promoter Category						
1	Motitree Sales Private Limited	5,00,000	8.33	3,85,95,200	3,90,95,200	18.27
Non-Promoter Category						
1	S. Satya Murthy	1,79,209	2.98	29,17,280	30,96,489	1.45

Further, the ultimate beneficiaries of the following allottees are: NIL

Sl.No.	Name of the proposed Allottee	Name of Ultimate Beneficial Owner
	Nil	Nil

Change in control: As a result of the proposed preferential allotment of equity shares, neither there will be change in the composition of the Board of Directors nor any changes in control of the Company.

- vii. **Undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so and other undertakings:**

In terms of SEBI (ICDR) Regulations, 2018 issuer hereby undertakes that:

- As the Ordinary Shares have been listed for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. However, the Company shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so.
- Neither the Company, its Directors nor Promoters have been declared as wilful defaulter or fraudulent borrower as defined under the SEBI ICDR Regulations.
- The Company is eligible to make the Preferential Allotment under Chapter V of the SEBI ICDR Regulations.
- If the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.



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e. The Company shall submit the Valuation Report as received from the Independent Registered Valuer to the Stock Exchange pertaining to the allotment of shares for consideration other than cash.

viii. Practicing Company Secretary Certificate:

Certificate from M/s. S.V. Achary & Co., Practicing Company Secretaries confirming that the proposed issue of equity shares is being made in accordance with the SEBI (ICDR) Regulations, 2018 is obtained and the same is available on the website of the Company <https://www.globecommercialsLtd.com>

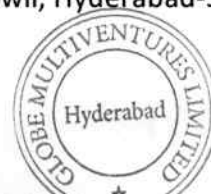
ix. Pricing of the Issue including the basis or justification for the premium and Relevant Date:

Since the preferential issue is intended for consideration other than cash on share swap basis, the price of the Equity Shares proposed to be issued has been determined as per the valuation reports and share swap certificate given by an Independent Registered Valuer, who has arrived at the share price as per the preferential issue guidelines given in SEBI (ICDR) Regulations and subsequent amendments thereto, which is based on the relevant date i.e., 28.03.2024 (since 29.03.2024 and 30.03.2024 are non-trading days), which is thirty days prior to the date of Extra Ordinary General Meeting (EGM) to be held on 30.04.2024.

Considering that the allotment through this preferential issue shall be more than 5% of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, the price of 24.59/- (Rupees twenty four and paise fifty nine only) of the Equity Shares to be issued and allotted to the proposed allottees has been determined taking into account the valuation reports of both the Companies CCPL dated 27.03.2024 and GMVL dated 29.03.2024 and also share swap ratio certificate dated 29.03.2024, issued by Mr. Kalyanam Bhaskar, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L having office at 201, Rangaprasad Enclave, Vinayak Nagar, Gachibowli, Hyderabad-500032, Telangana in accordance with Regulation 166A of the ICDR Regulations ("Valuation Report"). The Valuation Report shall be available for inspection by the members on the Company's website under the weblink: <https://www.globecommercialsLtd.com>.

x. The justification for the allotment proposed to be made for consideration other than cash together with valuation reports of the registered valuer;

Justification mentioned at para (ix) above. Name of the Registered Valuer: Mr. Kalyanam Bhaskar, GOI-IBBI Registered Valuer, IBBI/RV/06/2020/12959, ICAI RVO/06/RV-P00361/2019-20, PAN: ADOPK5944L having office at 201, Rangaprasad Enclave, Vinayak Nagar, Gachibowli, Hyderabad-500032, Telangana.



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xi. SEBI Takeover code:

In the present case none of the proposed allottees would attract SEBI Takeover Code and therefore is not under obligation to give open offer to the public, except making certain disclosures, if any, to Stock Exchange.

xii. Holding of shares in demat form, non-disposal of shares by the proposed allottees and lock-in period of shares:

The entire shareholding of the proposed allottees in the Company, if any, is held by them in dematerialized form. The entire pre preferential allotment shareholding of such allottees shall be under lock-in from the relevant date up to a period of 90 trading days from the date of trading approval from BSE Limited where the securities of the Company are listed. The shareholder who has sold their shares during the 90 trading days prior to the relevant date shall not be eligible for allotment of equity shares on preferential basis. The proposed allottees have Permanent Account Numbers.

xiii. Lock-in Period:

The equity shares proposed to be allotted shall be subject to "lock-in" for such a period as the case may be from the date of trading approval from BSE Limited where the securities of the Company are listed as per Clause 167 of the SEBI (ICDR) Regulations, 2018.

xiv. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the year, the Company has not made any preferential allotment.

xv. Compliances:

The Company has complied with the requirement of rule 19A of the Securities Contracts (Regulation) Rules, 1957 and Regulation 38 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 maintaining a minimum of 25% of the paid-up capital in the hands of the public.

xvi. Approval under the Companies Act:

Section 62(1) of the Companies Act, 2013 provides, inter alia, that whenever it is proposed to increase the subscribed capital of a Company by further issue and allotment of shares, such shares shall be first offered to the existing shareholders



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of the Company in the manner laid down in the said section, unless the shareholders decide otherwise in General Meeting by way of special resolution.

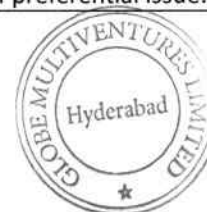
Accordingly, the consent of the shareholders by way of special resolution is being sought pursuant to the provisions of section 62(1) of the Companies Act, 2013 and all other applicable provisions, SEBI Guidelines or regulations and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for authorizing the Board to offer, issue and allot equity shares as stated in the resolution, which would result in a further issuance of securities of the Company to the promoters and the others on a preferential allotment basis, in such form, manner and upon such terms and conditions as the Board may in its absolute discretion deem fit.

The Board of Directors recommends the passing of the above resolution as a Special Resolution as set out at Item No.1 in the Notice.

Except Mrs. Sivalenka Kameswari, Wholetime Director and Mr. Satya Murthy Sivalenka, Director and their relatives as stated hereinbefore, none of the other directors, key managerial personnel or their relatives is concerned or interested (financial or otherwise) in the above said resolution.

- xvii. Disclosures as per SEBI (LODR) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD/4/2015, dated September 09, 2015 are given as under:

Sl. No.	Particulars	Description
1.	Type of securities proposed to be issued	Equity Shares of Rs.10/- each
2.	Type of Issuance	Preferential issue and allotment in terms of Section 42 read with Section 62 of the Companies Act, 2013 and other applicable provisions and/or SEBI Regulations
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	20,79,39,152 Equity shares of Rs.10/- each at an issue price of Rs.24.59 per equity share (including a premium of Rs.14.59 per share) to the promoters and non-promoters on swap basis as per valuation report and swap ratio certificate, based on pricing arrived in accordance with the SEBI preferential issue guidelines and all other applicable provisions, if any, issued by the Registered Valuer. The present issue is for consideration other than cash. The Share Swap is in the ratio of 4:1 i.e., 4 (four) Equity shares of Globe Multi Ventures Ltd (Formerly known as Globe Commercials Ltd) will be allotted for 1 (one) Equity Share of Rs.10/- each held by the Shareholders in CoOptions Corporation Private Limited (CCPL).
Additional Information in case of preferential issue:		



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A.	Name of Investors/proposed allottees	Enclosed as per Annexure – A.		
B.	Post allotment of securities – Outcome of the subscription issue price / allotted price (in case of convertibles), number of investors	Sl. No.	Particulars	Details
		1	Outcome of the Subscription	<p>Post issue and allotment, the status of promoter holdings:</p> <p>The promoters, M/s Motitree Sales Private Limited will be allotted 3,85,95,200 equity shares and the said promoter existing holdings are 5,00,000 equity shares. Both put together, the promoter will be holding 3,90,95,200 Equity shares representing 18.27% in GMVL.</p> <p>Post issue and allotment, the status of public holdings:</p> <p>The public shareholders of the Company will be allotted 16,93,43,952 equity shares and the said public shareholders existing holdings are 55,02,000 equity shares. Both put together, the public shareholders will be holding 17,48,45,952 Equity shares representing 81.73% in GMVL.</p>
		2	Issue Price	Rs.24.59 per Equity Share including a premium of Rs.14.59 per equity share, on swap basis for consideration other than cash, as per valuation report and swap ratio certificate based on pricing arrived in accordance with the SEBI preferential issue guidelines and all other applicable provisions, if any, issued by the Registered Valuer.
3	Number of Allottees	36 (Thirty six) as corrected.		
C.	In case of Convertible Intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable		
D.	Any cancellation or termination of proposal for issuance of securities including reasons thereof.	Not Applicable		



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Annexure – A

List of Proposed Allottees

Sl. No.	Name of the Allottee	No. of shares proposed to be allotted
	Promoter Shareholders	
1	M/s Motitree Sales Private Limited	3,85,95,200
	Public Shareholders	
2	Sunanda Tata	20,50,400
3	Y. Anuradha	4,62,400
4	Y. Sridevi	47,61,972
5	Satya Murthy Sivalenka	29,17,280
6	B. Raghavendra	44,40,000
7	B. Pavan Kumar	60,05,000
8	P. Rama Swamy Reddy	20,00,000
9	V. Hema Latha	12,00,000
10	V. Guna Sekhara Reddy	6,58,000
11	Vattam Sukanya	1,42,000
12	Quddus Ansari	84,33,764
13	Daljith Paul Kaur	83,00,000
14	G. Santosh Kumar	88,00,000
15	G. Srinivas	21,06,880
16	I.S. Rao	82,90,000
17	T. Sravanthi	74,00,000
18	Ch. Sandeep	39,00,000
19	Challagulla Devanand	38,00,000
20	Challagulla Radha	25,20,000
21	Sourav Kumar Singh	1,02,11,940
22	Gopala Krishna Murthy	54,00,000
23	Amareshwari Chinchansur	47,00,000
24	Babu Rao Chinchansur	53,00,000
25	Maddali Sarat Chandra	69,12,000
26	Maddali Sailaja	32,00,000
27	M. Vamsi Krishna Reddy	46,60,000
28	M. Latha	26,96,000
29	Choleti Priyamvada	29,80,000
30	Choleti Ramesh	74,00,000
31	D. Sudheer Reddy	59,20,000
32	Irfan Khan	40,00,000
33	Ganesh Mallokar	88,00,000
34	M. Ramakrishna	1,01,76,316
35	A. Naga Susheela	40,00,000
36	K. Vijaya Lakshmi	48,00,000
	Total	20,79,39,152



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Item No. 2,3 & 4: Increase of Authorised Capital:

Globe Multi Ventures Limited (GMVL) (formerly known as Globe Commercials Limited) is into the business of (a) processing, sale, distribution and trading of agriculture products, (b) warehousing and logistic solutions and (c) e-commerce solutions. In order to accelerate the Company's growth plans, your Company has since identified a few investment opportunities for expanding its markets including through acquisition. This may necessitate issue of further equity and to facilitate the same, it is proposed to increase the authorised share capital of the Company from the present level of Rs.10.00 crores to Rs.225.00 crores.

Since this would also involve the alteration in the appropriate Clause/Article in the Memorandum and Articles of Association of the Company, which would require the approval of the shareholders through ordinary and special resolutions as stated in the above relevant resolutions under the relevant provisions of the Companies Act, 2013, proposals for increasing in the authorised capital and making consequent amendment to the Memorandum of Association and Articles of Association are submitted in Item 2, 3 and 4 of the Notice of the meeting.

Your directors recommend the resolutions for approval of the members.

None of the directors or Key Managerial Personnel (KMP) or their relatives is, in any way, concerned or interested, financially or otherwise, in the Resolutions.

Item No. 5 & 6: To increase the limits of borrowing by the Board of Directors of the Company under Section 180(1)(C) of the Companies Act, 2013 and to seek approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company

In terms of provisions of section 180(1) (c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Company in a general meeting, borrow moneys apart from temporary loans obtained from the Company's bankers in the ordinary course of business, in excess of the aggregate of the paid-up capital and its free reserves.

Further, the said borrowings/issue of securities may require to be secured by way of mortgage/charge over all or any part of the movable and/or immovable properties of the Company and as per provisions of Section 180(1)(a) of the Companies Act, 2013, the mortgage or charge on all or any part of the movable and/or immovable properties of the Company, may be deemed as the disposal of the whole, or substantially the whole, of the undertaking of the Company and hence requires approval from the shareholders of the Company. The Board of Directors at their meeting held on 30th March, 2024, considered and approved, subject to the approval of the shareholders, increasing the borrowing limits of the Company to Rs. 250 Crores (Rupees two hundred fifty crores only) and creation of security on the properties of the Company and recommends Resolution Nos. 5 & 6 of the accompanying Notice to the shareholders for their approval by way of special resolution.



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Accordingly, the Directors recommend the matter and the resolutions set out at Item No. 5 & 6 in the Notice for the approval of the Members of the Company by way of passing a Special Resolutions.

None of the Directors, Key Managerial Persons of the Company and their relatives is concerned or interested in the resolutions.

Item No.7: Approval of the overall limits u/s186 for investments by the Company in CoOptions Corporation Private Limited (CCPL):

To approve the overall limits u/s 186 for loans/ guarantees / securities / investments by the Company:

Pursuant to Section 186 of the Companies Act, 2013, the proposed investment in / acquisition of 5,19,84,788 Equity Shares of Re. 10/- each constituting 84.40% stake in CoOptions Corporation Private Limited (CCPL) by way of swapping of 20,79,39,152 Equity Shares of Globe Multi Ventures Ltd (GMVL) is approved by the Audit Committee and also by the Board of Directors. The proposed investment / acquisition exceeds the limits prescribed under section 186 of the Companies Act, 2013 and post-acquisition, CoOptions Corporation Private Limited will become majority (84.40%) owned subsidiary of the Company GMVL.

Hence, the Board accordingly recommends the Special resolution for your approval.

Except Mrs. Sivalenka Kameswari, Wholetime Director and Mr. Satya Murthy Sivalenka, Director, none of the other directors, key managerial personnel or their relatives is concerned or interested (financial or otherwise) in the above said resolution.

Item No. 8: Approval of shareholders agreements/share purchase agreements

M/s Motitree Sales Private Limited is the Promoter of GMVL and also CCPL. Since, both the Companies are into similar business, the Board of Directors of both the Companies are of the strong opinion that, the takeover/acquisition of major stake in the CCPL by the GMVL would be of great advantage for both the Companies and the said acquisition expected to bring in multiple growth of both the Companies and in particular GMVL being a listed entity, will have added advantages and mileage in terms of revenues and consolidated growth.

In view of the above and Promoter being one and the same for both the Companies, it was decided by majority shareholders (as advised by the Promoter and the Directors) to sell their holdings in CCPL and accordingly, it has been necessitated for GMVL to enter into relevant agreements with the Selling Shareholders of the CCPL. Since, the agreements with the Selling Shareholders of CCPL were approved and recommended by the Board of Directors of GMVL, the same are recommended for approval of the Members of the Company.

Hence, the Board accordingly recommends the Ordinary resolution for your approval.



GLOBE MULTI VENTURES LTD

(formerly known as Globe Commercials Limited)

CIN: L52110MH1985PLC293393

Regd. Office No. 51, V Mall, Ground Floor, Asha Nagar, Thakur Complex, Kandivili (East), Mumbai - 400101
Corp. Office: 54 & 55, A.G. Arcade, Balaji Co-operative Society, Transport Road, Secunderabad-500009, Telangana
Web: www.globecommercialsLtd.com, Email Id: globemultiventures@gmail.com

Except Mrs. Sivalenka Kameswari, Wholetime Director and Mr. Satya Murthy Sivalenka, Director, none of the other directors, key managerial personnel or their relatives is concerned or interested (financial or otherwise) in the above said resolution.

Item No. 9: To approve material related party transaction limits with CoOptions Corporation Private Limited (CCPL).

Your Company proposes to enter into transaction with the entity/persons, as mentioned in the resolution, which is falling under the definition of "related party" as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Pursuant to Regulation 23(4) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI LODR™"), all material related party transactions shall require prior approval of the shareholders through Resolution and pursuant to Reg. 23 (1) of SEBI LODR, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

The proposed Related Party Transaction with M/s Motitree Sales Private Limited constitutes 67.79% of the turnover of the company in aggregate which exceeds the prescribed threshold limits as said above and hence requires prior approval of the Shareholders.

The Company hereby proposes to seek shareholders' approval for the said transaction by way of an Ordinary Resolution under Regulation 23 of SEBI (LODR) Listing Regulations, to enable the Company to enter into Related Party Transactions in one or more tranches.

Pursuant to Section 186 of the Companies Act, 2013 the proposed investment in/acquisition of 84.40% stake constituting 5,19,84,788 Equity Shares of Re. 10/- each in CoOptions Corporation Private Limited (CCPL) by way of swapping of 20,79,39,152 Equity Shares of Globe Multi Ventures Limited (GMVL) is approved by the Audit Committee and also by the Board of Directors. The proposed investment/acquisition exceeds the limits prescribed under section 186 of the Companies Act, 2013 and post-Acquisition, CoOptions Corporation Private Limited (CCPL) will become majority (84.40%) owned subsidiary of Globe Multi Ventures Limited (GMVL).

M/s Motitree Sales Private Limited is interested and related party in the said acquisition by virtue of holding position as a promoter in both the Companies i.e., GMVL and CCPL.

Therefore, approval from the shareholders is sought in terms Regulation 23 of SEBI (LODR) Regulations, 2015. The details of proposed transaction are explained below:

Disclosure as per SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021



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Sl. No.	Particulars	CoOptions Corporation Private Limited
1	A summary of the information provided by the management of the listed entity to the audit committee;	As mentioned in the resolution
2	Justification for why the proposed transaction is in the interest of the listed entity	After acquisition of 5,19,84,788 Equity Shares in CoOptions Corporation Private Limited (CCPL), it shall become the Majority (84.40%) Owned Subsidiary of Globe Multi Ventures Limited (GMVL). It will help GMVL to multiply the revenues and growth of the GMVL and will bring in number of financial and business leverages and will go for a long in the path of growth of GMVL.
3	Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	This transaction involves acquisition of 84.40% stake in CCPL of which promoter would offer his entire holding of 96,48,800 equity shares constituting 15.66% of the paid-up capital of CCPL against which GMVL will allot 3,85,95,200 Equity Shares.
4	A statement that the valuation other external report, if any, relied upon by the listed entity in relation to the proposed transaction will made available through the registered email address of shareholders	The Company obtained Valuation Report from Mr. Kalyanam Bhaskar, Independent Registered Valuer for both the Companies and the same is uploaded on the website of the Company under weblink https://www.globecommercialsLtd.com
5	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis	CCPL was incorporated on April 01, 1999. The turnover of CCPL is Rs.76.42 Crores for FY 2022-23.
6	Any other information that may be relevant	NIL

Hence, the Board accordingly recommends the Ordinary resolution for your approval.

Except Mrs. Sivalenka Kameswari, Wholetime Director and Mr. Satya Murthy Sivalenka, Director, none of the other directors, key managerial personnel or their relatives is concerned or interested (financial or otherwise) in the above said resolution.

**By order of the Board of Directors
For Globe Multi Ventures Ltd
(Formerly known as Globe Commercials Ltd)**



S. Kameswari
**Kameswari Sivalenka
Wholetime Director
DIN: 00412669**

Date: 30.03.2024
Place: Hyderabad